

BUSINESS LAW SECTION

CORPORATIONS COMMITTEE

COMMITTEE MEETING AGENDA FOR MARCH 3, 2000

**Sacramento
Friday, March 3, 2000
9:30 a.m.**

I LIAISONS' REPORTS AND DISCUSSION

1. Securities and Exchange Commission: Remarks of Rosalind Tyson (9:30 – 9:40)
2. NASD: Remarks of Kyle Lakin (9:40 – 9:50)
3. Report of liaisons from other Section Committees (9:50 -10:05)

II APPROVAL OF MINUTES

III LEGISLATIVE PROPOSALS AND PROJECTS

1. Proposal to amend Section 25102(f) to conform to SEC Rule 506, which requires that the issuer "reasonably believe" there are no more than 35 purchasers and that they are sophisticated: Bonenfant (10:05 – 10:25)
2. Proposed Department of Corporations rule to exempt general partners of venture capital funds from registration as investment advisors: Farman and Bonenfant (10:25 –10:30)
3. Corporations Code amendment to permit corporations to convert into other business entities: Stansell and Wertlieb (10:30 – 10:55)
4. Committee Website Developments: Caplan (10:55 – 11:15)
5. Proposal re Secretary of State accepting fax and electronic copies for filing: Dravis, Piazza (11:15 – 11:25)
6. Long term strategy for making California a more business friendly state: Cheatham, Schmidt (11:25 - 11:30)
7. The treatment under the Corporate Securities Law of conversion of entities as permitted by new AB 197: Schmidt (one minute)
8. Status of pending Assembly Bill 244 creating a new usury exemption: Graeser (one minute)
9. Status of Secretary of State pre-clearance and expedited filing procedures: Schmidt (one minute)

10. Status of reintroduction of 2115 amendments: Schmidt (one minute)

IV STATUS OF OTHER ONGOING PROJECTS

1. Report on legislation of interest introduced in current legislative session: Caplan (11:35 – 11:45)
2. Educational Programs: Lucas (11:45 – 11:50)
3. Blue Sky Guide: Reinke (two minutes)
4. Guide to rendering legal opinions: Lucas, Crandall, Hamburger, Tonsfeldt (one minute)
5. Guide to Organizing a California Corporation: Lyon, Cheatham, Bonenfant, Farman (one minute)

V ORGANIZATIONAL MATTERS (if time permits)

1. Assignment of remaining projects and discussion of current projects: Graeser
2. Committee self-assessment - a discussion of what we are doing right and what we are doing wrong: Schmidt (if time permits)

VI PRACTICE ISSUES – (if time permits)

Corporation Committee Meeting Agendas

